## ation and Appeals Involving Magten Asset Management Corporation and NorthWestern Corporation and its Affiliates

## Pending Before Judge Farnan

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	Description	<u>Parties</u>	Status as of 9/7/05	Related Actions/Appeals
	Appeal by Magten and Law	Counsel for Magten	Mediation completed	Resolution of this Appeal may render moot the
nt Corp. and Law	Court Order Denying	Corp.: Fried, Frank,	May 12, 2005.	tollowing appears/causes of action performs before this Court:
of New York	Magten and Law	Harris, Shriver &	•	
	Debenture's Joint 9019	Jacobson LLP and	Briefing completed on	04-1389 (JJF) (consolidated with 04-1508
	Motion for Global	Blank Rome LLP	September 7, 2005.	(JJF)): Appeal of Confirmation
n (Appellee)	Settlement of Claims and			Order/Memorandum of Understanding;
	Causes of Action Between	Counsel for Law		
	NorthWestern, Magten and	Debenture Trust		04-1279 (JJF): Magten's Appeal of Bankruptcy
	Law Debenture.	Company of New		Court Order Approving Retention of Paul,
		York: Nixon		Hastings, Janofsky & Walker LLP as Debtor's
		Peabody LLP and		Counsel;
		Smith, Katzenstein &		
		Furlow, LLP		05-0398 (JJF): Magten's Appeal of
				Bankruptcy Court Order Approving Final Fee
		Counsel for		Application of Paul, Hastings, Janofsky &
		NorthWestern		Walker LLP
		Corporation: Paul,		
		Hastings, Janofsky &		05-0548 (JJF): Magten's Appeal of
		Walker LLP and		Bankruptcy Court Order Denying Fees
		Greenberg Traurig		Incurred by Magten in Connection With
		LLP		Adversary Proceedings Against Magten
				Voluntarily Dismissed with Prejudice by
		Counsel for		NorthWestern.
		Creditors'		
		Committee/Plan		05-0603 (JJF): Law Debenture's Appeal of

Description	<u>Parties</u>	Status as of 9/7/05	Related Actions/Appeals
	Committee: Paul, Weiss, Rifkind, Wharton & Garrison		Bankruptcy Court Order Denying Law Debenture Fees Incurred in its Capacity as Indenture Trustee
	Firm		05-0499 (JJF): Litigation between Magten and officers of North Western's subsidiary Clark
	Counsel for Ad Hoc Committee of Class 7 Noteholders: Kramer		Fork and Blackfoot LLC for breach of fiduciary in connection with 2002 transaction between Clark Fork and NorthWestern
	Levin Naffalis & Frankel, LLP and Landis Rath & Cobb LLP		04-1256 (JJF): Litigation between Magten and Paul, Hastings, Janofsky and Walker LLP for its role in aiding and abetting the 2002 transaction between Clark Fork and NorthWestern
			04-1494 (JJF): Motion to Withdraw the Reference from the Bankruptcy Court in Connection with Adversary proceeding 04-53324, which was commenced by Magten and law Debenture alleging that the 2002 transaction between Clark Fork and NorthWestern was a fraudulent transfer.

	Appeal of Confirmation	Counsel for Magten	Mediation completed	May be rendered moot by 05-0209 (JJF):	
	Order	Asset Management	without a settlement on	Appeal by Magten and Law Debenture of	
t Corp.		Corp.: Fried, Frank,	May 12, 2005.	Bankruptcy Court Order Denying Magten	
	Consolidated with Appeal of	Harris, Shriver &		and Law Debenture's Joint 9019 Motion for	
	Bankruptcy Court Order	Jacobson LLP and	Briefing of	Global Settlement.	
;	Approving Memorandum of	Blank Rome LLP	NorthWestern's motion		
(Appellee)	Understanding (CA No. 04-		to dismiss consolidated		
	1508 (JJF)).	Counsel for	appeals completed on		
		NorthWestern	July 12, 2005.		
		Corporation: Paul,			
		Hastings, Janofsky &	Remaining briefing		
		Walker LLP and	completed on August		
		Greenberg Traurig	27. 2005.		
		LLP			
		Counsel for			
		Creditors'			
		Committee/Plan			
		Committee: Paul,			
		Weiss, Rifkind,			
		Wharton & Garrison			
		LLP and The Bayard			
		Firm			

nt Corp. (Appellant)	Appeal of Bankruptcy Court Order Approving Retention of Paul, Hastings, Janofsky	Counsel for Magten Asset Management Corp.: Storch, Amini	Mediation completed without a settlement on May 12, 2005.	May be rendered moot by 05-0209 (JJF): Appeal by Magten and Law Debenture of Bankruptcy Court Order Denying Magten and
	& Walker LLP as Debtor's Counsel.	& Munves PC and Smith, Katzenstein &	Briefing completed on	Law Debenture's Joint 9019 Motion for Global Settlement.
& Walker LLP		Furlow, LLP	August 15, 2005.	
		Counsel for Paul,		
		Hastings, Janofsky &		
		Walker LLP: Davis		
		Polk & Wardwell		
		and Morris, Nichols,		
		Arsht & Tunnell		
	Appeal of Bankruptcy Court	Counsel for Magten	Louis C. Bechtle	May be rendered moot by 05-0209 (JJF):
;	Order Approving Final Fee	Asset Management	appointed as mediator	Appeal by Magten and Law Debenture of
nt Corp. (Appellant)	Application of Paul,	Corp.: Storch, Amini	on 6/29/2005.	Bankruptcy Court Order Denying Magten and
	Hastings, Janofsky &	& Munves PC and	-	Law Debenture's Joint 9019 Motion for
4 1 1 1 1 C	Walker LLP	Smith, Katzenstein &	Mediation stayed on	Global Settlement.
x Walker LLP		Furlow, LLP	motion of the parties	
			pending resolution of	
		Counsel for Paul,	Magten's appeal of the	
		Hastings, Janofsky &	Bankruptcy Court	
		Walker LLP: Davis	Order Approving	
		Polk & Wardwell	Retention of Paul,	
		and Morris, Nichols,	Hastings, Janofsky &	
		Arsht & Tunnell	Walker LLP as	
			Debtor's Counsel (CA	
			No. 04-1279 (JJF)).	

Defense of Adversary Proceeding 04-55051, which was Voluntarily Dismissed With Prejudice by NorthWestern	son LLP and Rome LLP sel for Western oration: Paul, ngs, Janofsky & er LLP and	Briefing stayed pending mediation pursuant to applicable Local Rules.	Global Settlement.
luntarily Dismissed rejudice by Vestern	rn : Paul, nofsky & o and Fraurig		
rejudice by Vestern	western ration: Paul, ngs, Janofsky & er LLP and iberg Traurig		
	ngs, Janofsky & er LLP and iberg Traurig	Hon. Louis C. Bechtle appointed as mediator	
	iber 1	on August 25, 2005.	
	LLP		
Appeal of Bankruptcy Court	sel for Law	Appeal docketed with	May be rendered moot by 05-0209 (JJF):
Denying Motion by	Debenture Trust	this Court on August	Appeal by Magten and Law Debenture of
Law Debenture Seeking	Company of New	17, 2005.	Bankruptcy Court Order Denying Magten and
Reimbursement of Fees and	York: Nixon		Law Debenture's Joint 9019 Motion for
Expenses Incurred in its		Briefing stayed pending	Global Settlement.
Capacity as Indenture	nstein &	appointment of	
Trustee		mediator pursuant to applicable Local Rules.	
	Counsel for		
	NorthWestern		
	Corporation: Paul,		
	Hastings, Janofsky &		
	Walker LLP and		
	Greenberg Traurig		
	Appeal of Bankruptcy Court Order Denying Motion by Law Debenture Seeking Reimbursement of Fees and Expenses Incurred in its Capacity as Indenture Trustee	Counsel for Law Counsel for Law Debenture Trust Company of New York: Nixon Peabody, LLP and Smith, Katzenstein & Furlow, LLP Counsel for NorthWestern Corporation: Paul, Hastings, Janofsky & Walker LLP and Greenberg Traurig LLP	Counsel for Law Counsel for Law Debenture Trust Company of New York: Nixon Peabody, LLP and Smith, Katzenstein & Furlow, LLP Counsel for NorthWestern Corporation: Paul, Hastings, Janofsky & Walker LLP and Greenberg Traurig LLP

nding Before this Court

	<u>Description</u>	<u>Parties</u>	Status as of 9/7/05	Related Actions/Appeals
Corp. v. Hanson et	Complaint filed in Montana District Court against officers of Clark Fork and Blackfoot LLC (a	Counsel for Magten Asset Management Corp.: Fried, Frank, Harris, Shriver &	Action initiated in Montana District Court on April 15, 2004.	May be rendered moot by 05-0209 (JJF): Appeal by Magten and Law Debenture of Bankruptcy Court Order Denying Magten and Law Debenture's Joint 9019 Motion for Global
	NorthWestern subsidiary) alleging Breach of Fiduciary Duty in	Jacobson LLP and Blank Rome LLP	Defendants made a motion to dismiss and a motion for summary	Settlement.
	connection with the 2002 transfer of assets from Clark Fork to NorthWestern.	Counsel for Defendants: Browning, Kaleczyc Berry &	judgment. Both motions were denied by the Montana District Court	
	Action transferred to this Court on July 18, 2005.	Hoven, P.C. and Edwards & Angell LLP	Prior to the transfer of this litigation to this Court, a scheduling order was entered in	
			Montana providing for the following dates: January 31, 2006: Discovery deadline (other than expert)	
			March 31, 2006: Disclosure of Plaintiff's damages experts and simultaneous disclosure of liability	

originally filed in Montana Katzenstein & and subsequently Furlow, LLP transferred to Delaware.
Counsel for Paul, Hastings, Janofsky & Walker LLP: Davis Polk & Wardwell and Morris, Nichols, Arsht & Tunnell

Bankruptcy Court pending resolution of Magten's appeal of the Confirmation Order.

	Motion to Withdraw the	Counsel for Magten	Briefing completed in	May be rendered moot by 05-0209 (JJF):
	Reference to Adversary No.	Asset Management	the Bankruptcy Court.	Appeal by Magten and Law Debenture of
t Corp. and law	04-53324.	Corp.: Fried, Frank,		Bankruptcy Court Order Denying Magten and
of New York v.		Harris, Shriver &	Matter transferred to	Law Debenture's Joint 9019 Motion for Global
	Adversary No. 04-53324	Jacobson LLP and	this Court for	Settlement.
	was commenced by Magten	Blank Rome LLP	resolution on	
	and Law Debenture against		December 6, 2004.	
	NorthWestern alleging that	Counsel for Law		
	the 2002 transfer of assets	Debenture Trust		
	by Clark Fork to	Company of New		
	Northwestern was a	York: Nixon		
	fraudulent conveyance.	Peabody LLP and		
		Smith, Katzenstein		
		& Furlow, LLP		
		Course for		
		North Western		
		Corporation: Curtis,		
		Mallet-Prevost, Colt		
		& Mosle LLP and		
		Greenberg Traurig		
		LLP		